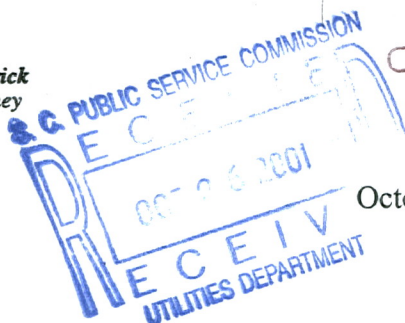




Jack H. Derrick
Senior Attorney



October 16, 2001

Mr. Gary E. Walsh, Executive Director
South Carolina Public Service Commission
Synergy Business Park
101 Executive Center Drive
Post Office Drawer 11649
Columbia, South Carolina 29210

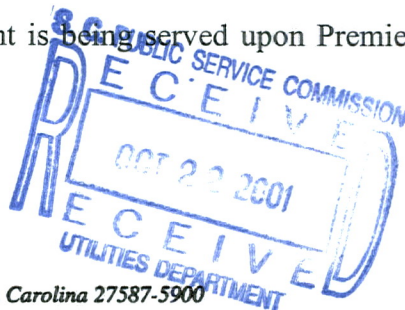
RE: MASTER INTERCONNECTION AND RESALE AGREEMENT BETWEEN UNITED
TELEPHONE COMPANY OF THE CAROLINAS AND **PREMIERE NETWORK**
SERVICES, INC.

Dear Mr. Walsh:

Pursuant to Section 252 (e) of the Telecommunications Act of 1996, United Telephone Company of the Carolinas ("United") and Premiere Network Services, Inc., hereby submit their Master Interconnection and Resale Agreement with an Effective Date of September 30, 2001, for approval by the South Carolina Public Service Commission. An original of the Agreement and one diskette containing a copy of the Agreement are enclosed.

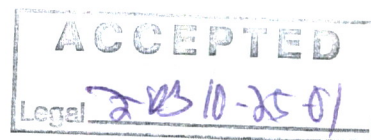
Section 252 (e) of the Act provides that the Commission shall approve or reject the Agreement within 90 days after its submission. The Act provides that the Commission may reject an Agreement if the Commission finds that the Agreement or any portion discriminates against a telecommunications carrier not party to the Agreement, or that implementation of the Agreement or any portion would not be in the public interest. United and Premiere believe that neither of the foregoing conditions exists with respect to the Agreement they have negotiated. Accordingly, United and Premiere respectfully request that the Commission approve this Agreement.

Under cover of this letter a copy of the Agreement is being served upon Premiere and upon the Consumer Advocate.



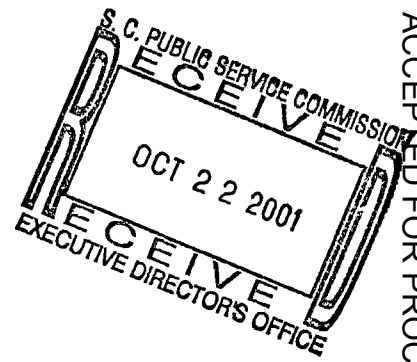
14111 Capital Boulevard, Wake Forest, North Carolina 27587-5900
Telephone: (919) 554-7621 Fax: (919) 554-7913

POSTED
OCT 16 2001



Carolina Telephone
Centel-North Carolina
Centel-Virginia
United Telephone-Southeast

Mr. Gary E. Walsh
October 16, 2001
Page Two



United Telephone Company of the Carolinas is represented by Mr. Scott Elliott, Elliott & Elliott, P.A., 721 Olive Street, Columbia, South Carolina 29205 (803-771-0555) in this matter. Please contact either Mr. Elliott or me if there are any questions.

Sincerely yours,

A handwritten signature in black ink, appearing to read "J. H. Derrick". The signature is written over the printed name "Jack H. Derrick".

Jack H. Derrick

JHD:cw

Enclosures

Copy: Ms. Jacquetta Peace
Premiere Network Services, Inc.
1510 North Hampton Road
Suite 1020
DeSoto, Texas 75115

Mr. Elliott F. Elam, Jr., Staff Attorney
South Carolina Department of Consumer Affairs
2801 Devine Street
Post Office Box 5757
Columbia, South Carolina 29250-5757

Mr. Scott Elliott, Attorney at Law
Elliott & Elliott, P.A.
721 Olive Street
Columbia, South Carolina 29205

Mr. Gary E. Walsh
October 16, 2001
Page Three

Copy: Mr. Martin H. Bocock, Jr., Director Governmental Affairs
Sprint/United Telephone Company of the Carolinas
1122 Lady Street, Suite 1050
Columbia, South Carolina 29201

Mr. John H. Stallings, Jr., Docket Manager-SC
Sprint Mid-Atlantic Telecom
14111 Capital Boulevard
Wake Forest, North Carolina 27587-5900

Ms. Cheryl Sweitzer, Manager-Regulatory Affairs SC
Sprint Mid-Atlantic Telecom
14111 Capital Boulevard
Wake Forest, North Carolina 27587-5900

Mr. Donald O. Horton, Field Service Manager
Sprint Carrier Markets
14111 Capital Boulevard
Wake Forest, North Carolina 27587-5900



**MASTER INTERCONNECTION AND RESALE AGREEMENT
FOR THE STATE OF SOUTH CAROLINA**

September 30, 2001

Premiere Network Services

and

United Telephone Company of the Carolinas